



CORPORATION SERVICE COMPANY

RECORDATION NO. 23050-D FILED 1

JUL 08 '04 5-47 PM

SURFACE TRANSPORTATION BOARD



July 7, 2004

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of January 5, 2004 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**  
1211 Avenue of the Americas, New York, NY 10036

Lessee: **Chemical Lime, Ltd.**  
3700 Hulen Street, Fort Worth, TX 76107

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **Chemical Lime, Ltd.**, covering 30 coal hoppers with reporting marks and numbers – CEFX 151302 – CEFX 152671, NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #23050 dated 8/17/00 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

April O'Shea  
Motor Vehicle Specialist  
Enclosure

RECORDATION NO. 23050-105  
FILED

MEMORANDUM OF RAILCAR LEASE

JUL 08 '04 5-47 PM

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 5<sup>TH</sup> day of JANUARY, 2004, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and CHEMICAL LIME, LTD., a Texas Limited Partnership, with an address at 3700 HULEN STREET, FORT WORTH, TX 76107 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of May 25, 2000 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on August 17, 2000 and given Recordation Number 23050.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Richard Latini  
Name: Richard Latini  
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

CHEMICAL LIME, LTD.

By: Mark J. Tussell  
Name: Mark J. Tussell  
Title: VP

## Schedule A

Number of Cars	Equipment Description
30	4,750 C.F. covered hopper car with gravity gates and trough hatches

1	CEFX	151302
2	CEFX	151325
3	CEFX	151327
4	CEFX	151874
5	CEFX	152046
6	CEFX	152047
7	CEFX	152048
8	CEFX	152049
9	CEFX	152050
10	CEFX	152051
11	CEFX	152161
12	CEFX	152164
13	CEFX	152165
14	CEFX	152168
15	CEFX	152170
16	CEFX	152174
17	CEFX	152178
18	CEFX	152181
19	CEFX	152183
20	CEFX	152184
21	CEFX	152659
22	CEFX	152660
23	CEFX	152663
24	CEFX	152664
25	CEFX	152666
26	CEFX	152667
27	CEFX	152668
28	CEFX	152669
29	CEFX	152670
30	CEFX	152671